

Registered Office : 1st floor, Vadodara-Hyper, Dr. Vikram Sarabhai Marg, vadodara, Gujarat. INDIA 390 007
Contact no: + 91 - 7433973999
E-mail : utlindustries@gmail.com
Website : utlindustries.com



CIN : L27100GJ1989PLC012843

Date: 14th August, 2024

To,
The General Manager
Corporate Relations Department
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street
Mumbai – 400001
Scrip Code: 500426

Sub: Reclassification of Promoters as per Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Dear Sir/Madam,

The Board of Directors of the Company in its meeting held on 14th August, 2024 has considered and taken on record:

The Company has received request letters dated 07th August, 2024 from the following members belonging to Promoter Group of the Company for their reclassification from “Promoter Group” category to “Public” category:

Sr. No	Name of the Promoter/ Promoter Group	No. of shares	% of holding
1	Parimal Shah	3800	0.01%
2	Rakesh Shah	NIL	NIL
3	Nishah Shah	NIL	NIL
4	Krishnakant Desai	NIL	NIL
5	Rita P. Shah	NIL	NIL
6	Vimal Shah	NIL	NIL
7	Pratik Shah	NIL	NIL
8	Sharmisthaben A. Shah	NIL	NIL
9	Hema K desai	NIL	NIL
10	Ashok C. Shah	NIL	NIL
11	Jayantilal B Shah	NIL	NIL
12	Nita P shah	NIL	NIL
13	Shailesh N Naik	NIL	NIL
14	Sanjay J Shah	NIL	NIL
15	Vijay J Shah	NIL	NIL
16	Marutkumar K Shah	NIL	NIL
17	Nayana M shah	NIL	NIL

Registered Office : 1st floor, Vadodara-Hyper, Dr. Vikram Sarabhai Marg, vadodara, Gujarat. INDIA 390 007
Contact no: + 91 - 7433973999
E-mail : utlindustries@gmail.com
Website : utlindustries.com



UTL Industries Limited
Creating Resources.. Generating Leads

CIN : L27100GJ1989PLC012843

As per Regulation 31A(8)(b) of SEBI (LODR) Regulation, 2015 we are enclosing herewith minutes of the board meeting considering such request along with views of the Board on request.

The meeting of the Board of Directors commenced at 03.00 P.M and concluded at 04:30 P.M.

Kindly take the same on record.

FOR, UTL INDUSTRIES LIMITED

MR. PARAS JAIN
MANAGING DIRECTOR
DIN: 10293593
EMAIL ID: UTLINDUSTRIE@GMAIL.COM

Registered Office : 1st floor, Vadodara-
Hyper, Dr. Vikram Sarabhai Marg,
vadodara, Gujarat. INDIA 390 007
Contact no: + 91 - 7433973999
E-mail : utlindustries@gmail.com
Website : utlindustries.com



CIN : L27100GJ1989PLC012843

EXTRACT OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF UTL INDUSTRIES LIMITED HELD ON 14TH AUGUST, 2024 AT THE REGISTERED OFFICE OF THE COMPANY TO CONSIDER RE-CLASSIFICATION OF PROMOTERS.

To consider and approve the request received from the persons of Promoter Group for reclassifying them from the 'Promoter Group' category to the 'Public' category under Regulation 31A of SEBI (LODR) Regulations, 2015

The chairman informed the Board that the Company had received the Reclassification letters from Promoter / Promoter group on 07th August, 2024 (herein referred to as "Outgoing Promoters") to reclassify their status from "Promoter group Category" to "Public Category" as per Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended time to time. The Company has intimated the request received for reclassification to the stock Exchange about the same.

The Board discussed and considered the fact that the aforementioned outgoing promoters/promoter group is not in control and management over the affairs of the Company; neither have they had any say in management decisions.

Further, the Board was also briefed that the members of the outgoing Promoter group have specifically mentioned in their respective requests that they satisfy all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation 3 of Regulation 31A of SEBI (LODR) Regulations, 2015 and also confirmed that at all times from the date of such re-classification, they will continue to comply with conditions mentioned in sub-clauses (i), (ii) and (iii) of Clause (b) of sub-regulation 3 of Regulation 31A and shall also comply with conditions mentioned at Sub-clause (iv) and (v) of clause (b) of Sub regulation (3) of Regulation 31A of the SEBI (LODR) Regulations, 2015 for a period of not less than three years from the date of such reclassification, failing which they shall automatically be reclassified under Promoter Group category.

In view of the rationale provided by the Outgoing Promoters and on the confirmation that they satisfy the requirements of Regulation 31A of the Regulations, Board was of the view that the requests made by the Outgoing Promoters/ Promoter group for reclassification of their shareholding be accepted and approved, subject to approval of the Stock Exchanges/ other regulatory authorities, if any.

There is no requirement to take the approval from the Shareholders of the Company as per Regulation 31(A) (3) clause (a) (iii) sub clause (a) – As the Outgoing promoter(s) and persons related to the promoter(s) seeking reclassification, together, do not hold more than one percent of the total voting rights in the listed entity.

The Board discussed the matter in detail and passed the following resolution unanimously in favor of reclassifying the outgoing promoters:

Registered Office : 1st floor, Vadodara-
Hyper, Dr. Vikram Sarabhai Marg,
vadodara, Gujarat. INDIA 390 007
Contact no: + 91 - 7433973999
E-mail : utlindustries@gmail.com
Website : utlindustries.com



CIN : L27100GJ1989PLC012843

"RESOLVED THAT pursuant to Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to necessary approvals from Stock Exchange and other appropriate Regulatory authorities, as may be necessary, the consent of the members of the Company be and is hereby accorded to re-classify "Outgoing Promoter and Promoter Group" to "Public category" since the entity/person is neither involved in the management of the Company nor exercise control over the affairs of the Company directly or indirectly and hold not more than 10% of the total voting rights in the Company and also, they has not entered into any shareholder's or other agreement with the Company nor they has any veto rights or special information rights or special rights as to voting power or control of the Company:

Sr. No	Name of the Promoter/ Promoter Group	No. of shares	% of holding
1	Parimal Shah	3800	0.01%
2	Rakesh Shah	NIL	NIL
3	Nishah Shah	NIL	NIL
4	Krishnakant Desai	NIL	NIL
5	Rita P. Shah	NIL	NIL
6	Vimal Shah	NIL	NIL
7	Pratik Shah	NIL	NIL
8	Sharmisthaben A. Shah	NIL	NIL
9	Hema K desai	NIL	NIL
10	Ashok C. Shah	NIL	NIL
11	Jayantilal B Shah	NIL	NIL
12	Nita P shah	NIL	NIL
13	Shailesh N Naik	NIL	NIL
14	Sanjay J Shah	NIL	NIL
15	Vijay J Shah	NIL	NIL
16	Marutkumar K Shah	NIL	NIL
17	Nayana M shah	NIL	NIL

RESOLVED FURTHER THAT on approval of Stock Exchange and upon application for reclassification of the "Existing Promoter and Promoter Group" as "Public Category", the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and compliance to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Prohibition of Insider Trading) Regulations, 2015, and other applicable provisions.

RESOLVED FURTHER THAT pursuant to Regulation 31A (3) sub clause (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021 it is hereby confirmed that, the aforesaid entity/person(s) seeking reclassification:

Registered Office : 1st floor, Vadodara-Hyper, Dr. Vikram Sarabhai Marg, vadodara, Gujarat. INDIA 390 007
Contact no: + 91 - 7433973999
E-mail : utlindustries@gmail.com
Website : utlindustries.com



CIN : L27100GJ1989PLC012843

- i. Do not hold more than ten percent of the total voting rights in the Company;
- ii. Do not exercise control over the affairs of the Company directly or indirectly;
- iii. Do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- iv. Have not been represented on the Board of Directors (including not having a nominee director) of the Company;
- v. Have never acted as a key managerial person in the Company;
- vi. Is not a 'willful defaulter' as per the Reserve Bank of India Guidelines
- vii. Is not a fugitive economic offender.

RESOLVED FURTHER THAT the above applicants confirmed that all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) Regulations, 2015 post reclassification from "Promoter Group" category to "Public" category.

RESOLVED FURTHER THAT upon approval of the Stock Exchange(s) on reclassification of the aforementioned applicants, the Company shall effect such reclassification in the statement of shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution for Re-classification of Promoter/ Promoter Group to Public Shareholding, the Board or the officers authorized by the Board in this regard be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard and to submit all the requisite applications, representations, filings etc. with the Stock Exchanges and other regulatory authorities as may be required in this regard without requiring the Board to secure any further consent or approval of the members of the Company"

RESOLVED FURTHER THAT the consent of the Board be and is hereby accorded for seeking the approval of the Stock exchange and any / other regulatory authorities, if any for the reclassification of the status of "outgoing promoters" as "Public" category.

RESOLVED FURTHER THAT all the Directors and Company Secretary of the Company, be and are hereby severally authorized to perform all such acts, deeds, matters and things as may be required, to execute all documents as may be required and take all such steps and decisions to give full effect to the aforesaid resolutions.

Registered Office : 1st floor, Vadodara-
Hyper, Dr. Vikram Sarabhai Marg,
vadodara, Gujarat. INDIA 390 007
Contact no: + 91 - 7433973999
E-mail : utlindustries@gmail.com
Website : utlindustries.com



UTL Industries Limited
Creating Resources.. Generating Leads

CIN : L27100GJ1989PLC012843

RESOLVED FURTHER THAT a copy of the aforesaid resolution certified by any Director or the Company Secretary of the Company be provided to the concerned persons/ authorities as may be necessary.”

//CERTIFIED TRUE COPY

FOR, UTL INDUSTRIES LIMITED

**MR. PARAS JAIN
MANAGING DIRECTOR
DIN: 10293593
EMAIL ID: UTLINDUSTRIE@GMAIL.COM**